

TENNESSEE REGULATORY AUTHORITY

Ron Jones, Chairman
Deborah Taylor Tate, Director
Pat Miller, Director
Sara Kyle, Director



RECEIVED
2005 SEP -7 AM 11:40
T.R.A. DOCKET ROOM

James Robertson Parkway
Nashville, Tennessee 37243-0505

September 7, 2005

Kris Toomey
LoKT Consulting
1519 E. 14th Street, Suite A
San Leandro, CA 94577

RE: CommPartners, LLC:
Letter of Credit # 3075445
Amendment Number 1
Docket No. 05-00047

Mr. Toomey:

This letter confirms our conversation in regard to the amendment issued to CommPartners, LLC's letter of credit from Bank of America. The original letter of credit was returned under separate cover on August 30, 2005. Enclosed is the original amendment.

Per our conversation today, it is our understanding that Bank of America will not re-issue the letter of credit until the original and any amendments are returned. You requested that I return the amendment to you directly, and you will return both the original and the amendment to Bank of America and request that the issues detailed in our letter dated August 30, 2005 be addressed. In addition, we understand that you will be re-sending the signed cover letter in response to our April 20 data request.

Upon receipt of an acceptable letter of credit for CommPartners, LLC, the Tennessee Regulatory Authority will continue to process this application for authority to provide competing local exchange services in Tennessee.

Thank you for your continued cooperation in this matter.

Sincerely,

Lisa Foust
Utilities Division

cc: David S. Clark, President
CommPartners, LLC
3291 N. Buffalo Drive, Suite 3
Las Vegas, NV 89219-7437
702-365-8647 (Facsimile)

Ben Cortes, Vice President
Standby Letters of Credit Department
Bank of America
333 S. Beaudry Avenue, 19th Floor
M/C: CA9-703-19-23
Los Angeles, CA 90017

Enclosure

DATE: AUGUST 26, 2005

AMENDMENT TO IRREVOCABLE STANDBY LETTER OF CREDIT NUMBER: 3075445

AMENDMENT NUMBER 1

BENEFICIARY
TENNESSEE REGULATORY AUTHORITY
460 JAMES ROBERTSON PARKWAY
NASHVILLE, TN 37243-0505

APPLICANT
COMMPARTNERS LLC
3291 N BUFFALO DRIVE
SUITE 3
LAS VEGAS, NV 89129

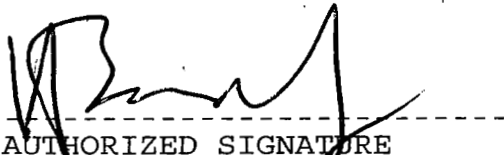
THIS AMENDMENT IS TO BE CONSIDERED AN INTEGRAL PART OF THE ABOVE CREDIT AND MUST BE ATTACHED THERETO.

THE ABOVE MENTIONED CREDIT IS AMENDED AS FOLLOWS:

APPLICANT'S NAME AMENDED TO READ AS SHOWN ABOVE.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

IF YOU REQUIRE ANY ASSISTANCE OR HAVE ANY QUESTIONS REGARDING THIS AMENDMENT, PLEASE CALL 213-345-0151.



AUTHORIZED SIGNATURE

THIS DOCUMENT CONSISTS OF 1 PAGE(S).
LAWRENCE BANALES

ORIGINAL